



NEXTDC Limited ACN 143 582 521 and its subsidiaries (the “Company”)

DIVERSITY POLICY

Diversity Policy Statement

1. The Company's workforce is made up of many individuals with diverse skills, values, experiences, backgrounds and attributes including those gained on account of their gender, age, ethnicity and cultural background
2. The Company values and is proud of its strong and diverse workforce and is committed to supporting and further developing this diversity through attracting, recruiting, engaging and retaining diverse talent and aligning the Company's culture and management systems with this commitment.
3. The Company believes that such a commitment to diversity creates competitive advantage and enhances employee participation, and in this way is essential to the organisation continuing to succeed and grow strong.

Key Strategies

4. The Company is committed to providing and promoting a corporate culture which embraces diversity in line with the Diversity Policy Statement set out above, and aims to do so by:
 - a) promoting the principles of merit and fairness when making decisions about recruitment, development, promotion, remuneration and flexible work arrangements;
 - b) having an overall transparent process for the review and appointment of senior management positions and Board members;
 - c) recruiting from a diverse pool of qualified candidates, engaging where practical a professional search / recruitment firm, advertising vacancies widely, making efforts to identify prospective employees who have diversity attributes and ensuring diversity of members on the selection / interview panel when selecting and appointing new employees (including senior management) and new Board members;
 - d) embedding the importance of diversity within the Company's culture by encouraging and fostering a commitment to diversity by leaders at all levels whilst recognising that diversity is the responsibility of all employees;
 - e) recognising that employees may have domestic responsibilities; and
 - f) continuing to review and develop policies and procedures to ensure diversity within the organisation.

Key Initiatives and Programs

5. The Company also aims to introduce and / or maintain the following programs and initiatives to assist with improving diversity within the organisation:
 - a) mentoring programs;

- b) career opportunity and targeted professional development programs including those aimed at helping employees develop skills and experience in preparation for senior management and board positions;
- c) work life balance policies including flexible work options, return to work programs and the like; and
- d) networking opportunities.

Measurable Objectives, Targets and KPIs for Gender Diversity

- 6. The Company will set and implement measurable objectives, targets and / or key performance indicators (**KPIs**) to achieve gender diversity.
- 7. Management will develop, for approval by the Board or its relevant subcommittee, as appropriate:
 - a) the measurable objectives; and
 - b) the targets and / or KPIs to verify progress towards attainment of those measurable objectives.
- 8. Management will also measure performance of the measurable objectives against those targets and KPIs.
- 9. At least annually, management will monitor, review and report to the Board (including via the Remuneration and Nomination Committee) on the achievement of these matters, gender diversity and the Company's progress under this policy more broadly.

Communication

- 10. In order to promote transparency and accountability and to further the objectives of this policy the Company will:
 - a) post a copy of this policy or a summary of it on the Company's website; and
 - b) disclose a copy of this policy or a summary of it in the Company's annual report.

Compliance Requirements

- 11. The Company is committed to meeting its obligations with respect to "Diversity" under the ASX Corporate Governance Principles and Recommendations (2nd Edition) (**ASX Recommendations**) and any other applicable regulatory requirements, including by:
 - a) establishing this policy (pursuant to ASX Recommendation 3.2);
 - b) establishing measurable objectives for achieving gender diversity (pursuant to ASX Recommendation 3.2);
 - c) the Board annually assessing the measurable objectives and the Company's progress in achieving them (pursuant to ASX Recommendation 3.2);
 - d) disclosing this policy or a summary of it on the Company's website and in its annual report (pursuant to ASX Recommendations 3.2 and 3.5);
 - e) disclosing the measurable objectives and progress in achieving them in its annual report (pursuant to ASX Recommendation 3.3);
 - f) disclosing the proportion of women employees in the Company, women in senior executive positions and women on the Board in its annual report (pursuant to ASX Recommendation 3.4);

- g) adopting a formal and transparent procedure for the selection, appointment and re-appointment of directors to the Board (pursuant to ASX Recommendation 2.4); and
- h) including in the corporate governance statement in the Company's annual report a statement as to the mix of skills and diversity that the Board is looking to achieve in membership of the Board (pursuant to ASX Recommendation 2.6).

12. The Group Secretary is responsible for ensuring that the Company meets its compliance and reporting obligations referred to above.

Responsibilities

- 13. The Board is ultimately accountable for this policy.
- 14. The Chief Executive Officer and members of senior management are responsible for the implementation of this policy and monitoring compliance with it, with the Group Secretary being responsible for the administration of the policy (including in relation to reporting to the Board, or its relevant subcommittee as appropriate).

Amendments to this Policy

- 15. The Company may discontinue or amend any part or the whole of this policy from time to time at its absolute discretion.

Overriding Caveat

- 16. Nothing in this policy shall be taken, interpreted or construed so as to endorse:
 - a) the principal criteria for selection and promotion of people to work within the Company being other than their overall relative prospect of adding value to the Company and enhancing the probability of achievement of the Company's objectives;
 - b) any discriminatory behaviour by or within the Company contrary to the law, or any applicable codes of conduct or behaviour for the Company and its personnel; and
 - c) any existing person within the Company being prejudiced by this policy in their career development or otherwise, merely because their diversity attributes at any time may be more, rather than less, common with others.

Revised and adopted by the Board of Directors on 25 of August 2015